

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----x
RITCHIE CAPITAL MANAGEMENT, L.L.C., et al.,

Plaintiffs,
v.
07 Civ. 3494 (DLC)

COVENTRY FIRST LLC, et al.,

Defendants.
-----x

**DECLARATION OF A.R. THANE RITCHIE IN SUPPORT OF PLAINTIFFS'
OPPOSITION TO DEFENDANTS' MOTION TO DISMISS**

I, A.R. Thane Ritchie, hereby declare as follows:

1. I am the chief executive officer of Ritchie Capital Management, L.L.C. (which, together with its affiliates, is known as "Ritchie Capital"), one of the plaintiffs in this action. I am familiar with the facts and circumstances of this lawsuit and make this declaration on personal knowledge.
2. Discussions between Coventry and representatives of Ritchie Capital who were situated in New York began in March 2005.
3. From March 2005 until November 2006, the Ritchie Capital employee with primary responsibility for Ritchie Capital's relationship with Coventry was John "Jeff" Mulholland. Mr. Mulholland and other Ritchie Capital employees working with him were in Ritchie Capital's New York office.
4. During this time period Coventry employees and executives frequently communicated by email and telephone with Mr. Mulholland and other Ritchie Capital employees in New York. While working for Ritchie Capital in New York, Mr. Mulholland regularly dealt

with Reid Buerger, Alan Buerger, Antonio Muniz, and others at Coventry.

5. On June 16, 2005, Coventry executives Alan Buerger, Constance Buerger and Reid Buerger met with Duncan Goldie-Morrison (an executive of Ritchie Capital), Mr. Mulholland), and me at the Four Seasons Hotel in New York to discuss the relationship between Coventry and Ritchie Capital.

I declare under penalty of perjury that the foregoing is true and correct.



A.R. Thane Ritchie

Dated: June 12, 2007